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**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
KIK INTERACTIVE INC.**

A video meeting of the Board of Directors (the “*Board*”) of Kik Interactive Inc. (“*Kik*” or the “*Company*”) was held at 1:00 p.m. EDT, on Thursday, August 3, 2017.

DIRECTORS PRESENT: Samuel Spadafora (Chair of the Board)
Peter Heinke
Paul Holland
Ted Livingston*
Fred Wilson

DIRECTORS ABSENT: Jim Estill
**COMPANY PERSONNEL
PRESENT:**

OTHERS PRESENT: Stuart Ellman, RRE Ventures
Danny Karubian, Valiant Capital Partners LP
Nancy H. Wojtas, Esq., Cooley LLP

** Attended a portion of the meeting.*

CALL TO ORDER

Mr. Spadafora served as Chair of the meeting and Ms. Wojtas acted as Secretary. The Chair announced that a quorum of directors was present, and that the meeting, having been duly noticed and convened, was called to order. Mr. Spadafora confirmed everyone could hear one another and be heard.

OPENING REMARKS

Mr. Livingston made opening remarks and reviewed the agenda for the meeting.

EMPLOYMENT TERMS FOR ERAN BEN ARI

Mr. Spadafora reviewed with the Board the terms of employment that the Compensation Committee approved and is recommending that the Board approve such terms—role as Chief Product Officer, base pay of \$345K (CAN) plus a \$10K (CAN) quarterly bonus for the first year and a grant of an option for 52,000 shares of common stock of the Company. Questions were asked and discussion ensued, following which, upon a motion duly made, seconded and unanimously approved, the following resolutions were adopted:

RESOLVED, that the Board hereby approves the terms of employment for Eran Ben Ari.

RESOLVED FURTHER, that the Board hereby grants to Eran Ben Ari (the “*Recipient*”), effective as of the date hereof (the “*Grant Date*”) and pursuant to the Company’s Amended and Restated Option Plan (the “*Plan*”), a stock option for



52,000 shares of the Company's common stock (the "*Option*") and upon the terms hereof;

RESOLVED FURTHER, that the exercise price per share of the option shall be equal to 100% of the "Fair Market Value" per share of the Company's Common Stock, on the Grant Date, which the Board has determined to be \$10.00USD;

RESOLVED FURTHER, that the Option shall be subject to the terms of a Stock Option Agreement in substantially the form used in connection with the Plan, including double-trigger Change in Control provisions;

RESOLVED FURTHER, that the Option shall have an expiration date of ten (10) years from the date hereof;

~~**RESOLVED FURTHER**, that the Options shall vest in equal increments over a forty-eight (48) month period of continuous service commencing February 17, 2017; and~~

RESOLVED FURTHER, that the officers of the Company, be, and each of them hereby is, authorized, directed and empowered to do or cause to be done any and all other acts and things as any such officers and each of them may, in his or her discretion, deem necessary or advisable and appropriate to carry out the purposes of the foregoing resolutions, including the filing of any report with any appropriate regulatory agency

TDE FUNDING UPDATE AND INCREASE IN CAP ON TDE

Mr. Heinke updated the Board on the pre-sales. Wires had been received for \$45MM USD, and the remainder of the \$50MM target would be filled by other interested investors and \$500,000 USD for employees of Kik (other than U.S. employees). Questions were asked and answered and discussion ensued.

Mr. Livingston discussed with the Board the proposed cap on the TDE of \$50MM USD, indicating that since the TDE has been delayed to further develop the minimum viable product (or initial product) so it should be in a better position to defend a regulatory challenge than others which have raised far greater amounts with either no or little utility. Questions were asked and discussion ensued, following which, upon a motion duly made, seconded and unanimously approved, the following resolution was adopted:

~~**RESOLVED**, that the Board hereby approves increasing the size of the TDE to \$125,000 USD (\$50MM pre-sale and \$75MM public sale).~~

DIVIDEND

Mr. Livingston discussed with the Board whether some of the proceeds from the TDE should be used for a dividend to the Company's stockholders. Questions were asked and answered, following which the Board decided that a dividend would be inappropriate at this point in time and the proceeds should be used for working capital of Kik.

EMPLOYEE BONUS POOL

Mr. Heinke raised again the issue of employee bonuses and noted that failure to do give bonuses to the employees after a successful TDE may de-motivate employees and result in attrition. Questions were asked and discussion ensued with the Board noting that the Compensation Committee should come up with a bonus plan to reward Kik's employees.

OPTION REPRICING

WHEREAS, the principal purpose of the Company's stock option plan, as amended (the "**Plan**") is to provide an equity incentive to employees, consultants and directors to remain in the service of the Company and to work diligently in its best interests;

WHEREAS, a number of employees hold vested stock options with exercise prices above the current fair market value of the Company's Common Stock of \$10.00 USD per share;

WHEREAS, the Board believes that the principal purpose of the Plan will not be served by employees holding stock options with exercise prices above the current fair market value of the Company's Common Stock; and

WHEREAS, the Board hereby determines that the current fair market value for such options will align employee interests with the interests of the Company's stockholders by providing equity incentives to encourage the continued service of valued employees who are important to the future growth and success of the Company and by creating better performance incentives for such employees and thereby maximizing stockholder value.

RESOLVED, that the Board hereby determines that all vested outstanding stock options held by employees with exercise prices in excess of \$10.00 per share are hereby reduced to \$10.00 per share.

COIN TREE LTD. ACQUISITION

Mr. Heinke updated the Board on current negotiations with Coin Tree Ltd.

OPTION GRANTS

Mr. Heinke reported on the option grants (the "**Option Grants**") made by the Stock Option Grant Committee (or the Compensation Committee) noted in the Board book.

INSURANCE UPDATE

Mr. Heinke reported on the status of increasing the amount of D&O coverage and the cyber security policy.

EXTENSION OF EXERCISE PERIOD OF OPTIONS HELD BY DICK WNUK

Mr. Heinke explained Mr. Wnuk's tax predicament. His options must be exercised before October 29, 2017, unless extended. Questions were asked and discussion ensued, following which, upon a motion duly made, seconded and unanimously approved, the following resolution was adopted:

RESOLVED, that the exercise period for the option held by Mr. Wnuk is hereby extended until October 29, 2019.

Mr. Livingston left the meeting.

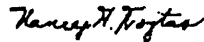
EXPENSE REIMBURSEMENT

Mr. Spadafora noted the Compensation Committee is recommending that the Company reimburse Mr. Livingston \$7400 for a scheduled family vacation in February that he canceled in light of the Company's strategy shift. Questions were asked, following which, upon a motion duly made, seconded and unanimously approved (by the remaining directors), the Board approved such expense reimbursement.

CONCLUSION

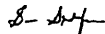
There being no further business to come before the meeting, the Chair terminated the meeting.

RESPECTFULLY SUBMITTED,



NANCY H. WOJTAS
SECRETARY OF THE MEETING

APPROVED,



SAMUEL SPADAFORA
CHAIR

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